

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
WINSTAR HOLDINGS, LLC and
IDT CORP.,

Plaintiff,

-against-

THE BLACKSTONE GROUP LP; IMPALA
PARTNERS, LLC; AND CITICORP

Defendants.
-----X

Civ. No.: 07 CV 4634 (GEL)

ECF Case

NOTICE OF MOTION TO REMAND

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law and Declaration of Joseph M. Vann, the undersigned will move before the Honorable Gerard E. Lynch, Judge of the United States District Court for the Southern District of New York, at the United States District Courthouse, located at 500 Pearl Street, New York, New York, 10007, at a time and place to be scheduled by this Court, for an order

(a) remanding the above-captioned lawsuit to the Supreme Court of the State of New York, Commercial Division, (i) on the basis that there is no jurisdiction or right of removal for lack of “relatedness” under 28 U.S.C. §1334(b) or pursuant to the mandatory abstention provisions of §1334(c)(2); or, in the alternative, (ii) pursuant to permissive abstention under §1334(c)(1) or equitably under §1452(b);

(b) denying Impala’s “request” to transfer this lawsuit to the Bankruptcy Court of the District of Delaware, and

(c) for such other and further relief as this Court may deem just and proper.

Dated: New York, New York
July 1, 2007

COHEN TAUBER SPIEVACK & WAGNER, LLP

By: s/Joseph M. Vann
Joseph M. Vann (JMV 7601)
Jed Lewin (JL 2428)
Attorneys for Plaintiffs
420 Lexington Avenue, 24th Floor
New York, New York 10170
(212) 586-5800

and

GRAYSON & KUBLI, P.C.
Melissa Roover (ML 1163)
Attorneys for Plaintiffs
1420 Spring Hill Road, Suite 230
McLean, Virginia 22102
(703) 749-0000

TO:
KIRKLAND & ELLIS LLP
Citigroup Center
153 East 53rd Street
New York, New York 10022-4611
(212) 446-4800

Attorneys for Defendant
The Blackstone Group L.P.

GREENBERG TRAURIG, LLP
200 Park Avenue
New York, New York 10166
(212) 801-9200

Attorneys for Defendant Citigroup, Inc., as
successor by merger to Citicorp

HERRICK, FEINSTEIN LLP
2 Park Avenue
New York, New York 10016
(212) 592-1400

*Attorneys for Defendant
Impala Partners, LLC*